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Volume 4 of 8

Transfer of Control Applications FCC Forms 603 File Nos. 0003465442 – 0003464704

Verizon Wireless/Alltel Corporation Transfer of Control Applications

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93	Pittsfield Cellular Telephone Company	0003471004
94	Alltel Communications, LLC	0003471195
95	ALLTEL Communications, LLC	ITC-T/C-
		INTR2008-
		01417
96	Kin Network, Inc.	ITC-T/C-
		INTR2008-
		01416
97	Western Wireless, LLC	ITC-T/C-
		INTR2008-
		01418

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Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 06/13/2008 at 14:19:56 **File Number:** 0003465442

FCC 603 Main Form FCC Application for Assignments of Authorization and Transfers of Control:

Approved by OMB

3060 - 0800

See instructions for public burden estimate

Wireless Telecommunications Bureau
Public Safety and Homeland Security Bureau

General Information

1)	Application Purpose (Selectionity one)	
	AA - Assignment of Authorization, Amendment TC - Transfer of Control WD - Withdrawal EX - Request for Extension of Time (To Co	
 	10 - Italiste of Control (10 Control of 10 C	mountaile an Assignment of Translet)
2)	If this application is for an Amendment (AM) or withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a)	Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Y) <u>Y</u> es <u>N</u> o
3b)	If the answer to 3a is 'Y', provide the File Number of the leading polication.	File Number: 0003463892
3c)	Does this application for Assignment of Authorization on ligransfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(Y) <u>Y</u> es <u>N</u> o
4)	Are attachments being filed with this application?	(Y) <u>Y</u> es <u>N</u> o
Fees	s and Waivers	
5a)	Is the applicant exempt from FCC application fees?	(N) <u>Y</u> es <u>N</u> o
	If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	· · · · · · · · · · · · · · · · · · ·
5b)	Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application?	(N) <u>Y</u> es <u>N</u> o
	If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	
6a)	Does this application include a request for waiver of the Commission's rules (other trian a request for application fee waivers)?	(Ŋ) <u>Y</u> es <u>N</u> o
	If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	
6b)	If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections:

Additional Transaction Information

tautonal françación information				
7) Has this application for Assignment of Authorization or Transfer of Control already occurred?	17 h	(N)	<u>Y</u> es	No
8a) The Assignment of Authorization or Transfer of Control is:	(X) Voluntary ((<u>)</u> In	volun	tary
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DDAYAYY)		1	
9a) Is this application a pro forma Assignment of Authorization or Transfer of Control?		(N)	<u>Y</u> es	<u>N</u> o
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?		- ()	<u>Y</u> es	<u>N</u> o
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY)	<u> </u>	1	
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.			<u>Y</u> es	<u>N</u> o
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?		()	<u>Y</u> es	<u>N</u> o

Sale or other assignment of assets	C ourt order	Reorganization or liquidation		
<u>T</u> ransfer of stock or other ownership inter	ests			
Other (voting trust agreement, managem				
	one contract, conf	the same of the sa	······································	
, , , , , , , , , , , , , , , , , , , ,				
<i>'</i> -				
esignated Entity Information (If 12a, 1	2b or 12c is 'Y', Schedule A	is required to be completed.)		
12a) Does this application for Assignment of A	Authorization or Transfer of vithin the last five years?	Control involve any licenses that were	() <u>Y</u> es <u>N</u> o
12b) Does this application for Assignment of originally subject to the Commission's in	Auffjorization or Transfer of stallment payment plan?	Control involve any licenses that were	() <u>Y</u> es <u>N</u> o
12c) Does this application for Assignment of originally granted pursuant to closed(b)	of the bar		() <u>Y</u> es <u>N</u> o
ompetition-Related Information				
	Australia	of Control involve a license(a) that may	,	V Von No
be used for interconnected mobile voice a geographic overlap with another lice indirect interests (of 10 percent or more	e and/lor data services that w nse(s) in which the Assign), either as alligensee of spe	rould, if assigned or transferred, create ee/Transferee already holds direct or ectrum tessee/sublessee, and that also	(Υ) <u>Y</u> es <u>N</u> o
could be used to provide interconnecte	सुरे पूर्वित्र			
14a) Does the Assignee/Transferee hold din already has access to 10 MHz or more Specialized Mobile Radio (SMR) servingeographic area?	ect or indirectanterests (of a spectrum in the Cellular Roces through license (\$1) as	Opercent or more) in any entity that diotelephone, broadband PCS, or e(S) or sublease(s) in the same		Υ) <u>Y</u> es <u>N</u> o
14b) Would/does this application for Assignr of entities providing service (using spec affected market(s)?	nent of Authorization or illication or illic	nsier of Control reduce the number vices (Steelin, item 14a) in the	(Υ) <u>Y</u> es <u>N</u> o
roadband Radio Service and Educati	onal Broadband Servi	ce information		
15a) Will the requested facilities be used to	provide multichannel video	programming	() <u>Y</u> es <u>N</u> o
15b) If 15a is 'Y', does the Assignee/Transf Section 27.1202 of the Commission's F located within the geographic area of t	Rules) in a cable television :		() <u>Y</u> es <u>N</u> o
If 'Y', provide an exhibit explaining how Commission's Rules or justifying a waiv requested, 6a must be answered 'Y'.	the Assignee/Transferee over of that rule. If a waiver	complies with Section 27 (202 of the of the Commission's Rue (3) is being		
16) Does the Assignee/Transferee comply 27.1203 of the Commission's Rules?	with the programming requ	irements contained in Section	() <u>Y</u> es <u>N</u> o
If 'N', provide an exhibit explaining how Commission's Rules or justifying a waiv requested, 6a must be answered 'Y'.	the Assignee/Transferee co er of that rule. If a waiver o	omplies with Section 27.1203 of the		

Assignor/Licensee Information								
17) Assignor/Licensee is a(n): (Select One)						·		
Individual Unincorporated Association Trust Government Entity Corporation Limited Liability Company								
General Partnership								
Other:								
18) FCC Registration Number (FRN) 0001723410								
19) First Name (if individual):	19) First Name (if individual): MI: Last Name: Suffix:							
20) Legal Entity Name (if not an individual): ALLTEL Cellular Associates of Arkansas L.P.								
21) Attention To: Wireless Regulatory Supervisor								
	And Ore	23) Street A	\ddress:	One Allied Drive, B1F02-	D			
24) City: Little Rock		771111		25) State: AR	26) Zip Code:72202			
27) Telephone Number: (501)905-8555			28) Fax	Number: (501)905-6193				
29) E-Mail Address: ACI.Wireless.Regulatory@alltel.c	om		A. In Co.		 			
30) Demographics of Assignor/Licensee (Optio	જ •nal):				·			
Race: American Indian or Alaska Native	Ethnic	i tyi panic or <u>L</u> ati	ino j		nder: Male			
Asian	□Not	t Hispanic or	Latino		Female			
Black or African-American		, rife						
Native Hawaiian or Other Pacific Islander	ļ							
White	<u> </u>			A	 			
Assignor/Licensee Contact Representative			т					
31) First Name:	N	Al:	Last Na	ame:	Suffix	:		
32) Company Name: ALLTEL Communications, LLC								
33) Attention To: Wireless Regulatory Supervisor								
34) P.O. Box:	And /Or	35) Street A		B1F02-D	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			
	36) City: Little Rock 37) State: AR 38 Zip Code: 72202							
36) City: Little Rock	. <u></u>			37) State: AR	28) Zip Code: 72202			
36) City: Little Rock 39) Telephone Number: (501)905-8555			40) Fax	.ci	89 Zp Code: 72202	 		

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select @ne)							
☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☒ Limited Liability Company							
General Partnership Limited Partnership	□ L	imited Liability	y Partners	hip	m	,	
Other:							
43) FCC Registration Number (FRN) 00165111974							
44) First Name (if individual): MI: Last Name: Suffix:							
45) Legal Entity Name (if not an individual) Atlantis Ho	oldings	LLC			······································		
46) Attention To: Clive D. Bode, Esq.						· · · · · · · · · · · · · · · · · · ·	
	Andi) /Or	48) Street	Address:	301 Commerce Stree	t, Suite 3300		
49) City: Fort Worth				50) State: TX	51) Zip Code:	76102	
52) Telephone Number: (817)871-4000	100	224 2 224 2	53) Fax	Number:	· · · · · · · · · · · · · · · · · · ·	:	
54) E-Mail Address: cbode@tpg.com	. 1						
55) Demographics of Transferor (Optional):							
Race: American Indian or Alaska Native		icity: ispanic or La	ino d		Gender: Male	;	
☐ Asian	□и	ot Hispanic	illatino		Female		
Black or African-American						,	
☐ Native Hawaiian or Other Pacific Islander							
White							
Transferor Contact Representative					1215-1		
56) First Name: Kathleen	MI:	Q	Last Na	me: Abernathy		Suffix:	
57) Company Name: Akin Gump Strauss Hauer & Feld	d LLP				-art(1900 abs.		
58) Attention To:							
	And /Or	60) Street	Address: 1	333 New Hampshire A	VenNW		
61) City: Washington				62) State: DC	63) Zip Code	20036	
64) Telephone Number: (202)887-4125			65) Fax	Number: (202)887-428	38		
66) E-Mail Address: kabernathy@akingump.com							

Assignee Hansielee Information									
67) Assignee/Transferee is a(n): (Select One)									
Individual Unincorporated Association Trust Government Entity Corporation Limited Liability Company									
☑ General Partnership ☐ Limited Liability Partnership ☐ Consortium									
Other:									
The second secon									
68) FCC Registration Number (FRN) 20003290673									
69) First Name (if individual):		MI:	Last Na	ıme:		Suffix:			
70) Legal Entity Name (if not an individual): Celico Partnership									
71) Attention To: Michael Samsock									
72) Real Party in Interest FCC Registration Number (FI	₹Ń): ˌ(003290673							
73) Name of Real Party in Interest: Cellco Partnership									
74) P.O. Box:	And V	75) Street	Address:	1300 Eye St., NW -	Suite 400 West				
76) City: Washington			West .	77) State: DC	78) Zip Code: 2	0005			
79) Telephone Number: (202)589-3768		11 4 4	80) Fax	Number: (202)589	-3750				
81) E-Mail Address: Michael.Samsock@VerizonWirele	ess.coi	n							
			5. ,			•			
82) Demographics of Assignee/Transferee (Opt Race:		: icity:		A Second	Gender:				
American Indian or Alaska Native		ispanic or Lat	ino		☐ Male	}			
Asian		ot Hispanic o	iel Vonite In		Female				
['	·	ot i lispatile o	Lamo 4		Cinaic				
Black or African-American									
Native Hawaiian or Other Pacific Islander									
White					e.				
Assignee/Transferee Contact Representative (if	other	than Assian	oo/Trans	eferee)	NIT!				
	Т-		1		· · · · · · · · · · · · · · · · · · ·				
83) First Name: Nancy	M	i: J	Last Na	me: Victory	Sec. 20.	Suffix:			
84) Company Name: Wiley Rein LLP					The state of the s				
85) Attention To:									
86) P.O. Box:	And /Or	87) Street	Address:	1776 K Street, NW					
88) City: Washington				89) State: DC	90) Zip Code				
91) Telephone Number: (202)719-7344			92) Fax	Number: (202)719-7	7049				
93) E-Mail Address: nvictory@wileyrein.com					-				

Ownership Disclosure Information

Ownership Disclosure Information	
94a) Is the Assignee/Transfere required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(ү) <u>Y</u> es <u>N</u> o
94b) If 94a is 'Y provide the FILE Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: 0003467172
Alien Ownership Information	
95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(N) <u>Y</u> es <u>N</u> o
96) Is the Assignee/Transferee an allen or the representative of an alien?	(N) <u>Y</u> es <u>N</u> o
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(N) <u>Y</u> es <u>N</u> o
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representative for by any corporation organized under the laws of a toreign country?	(N) <u>Y</u> es <u>N</u> o
99a) Is the Assignee/Transferee directly or indirectly/controlled by any other corporation of which more than one-fourth of the capital stock is owned or record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(Y) <u>Y</u> es <u>N</u> o
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application?	(ү) <u>Ү</u> ез <u>М</u> о
If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	
Basic Qualification Information	
100) Has the Assignee/Transferee or any party to this application had any FCG (ation authorization, license or construction permit revoked or had any application for an initial, modification or for example of FCC station authorization, license, or construction permit denied by the Commission?	(N) <u>Y</u> es <u>N</u> o
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) <u>Y</u> es <u>N</u> o
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly confuciling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize gradio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(N) <u>Y</u> es <u>N</u> o

Assignor/Transferor Certification Statements

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and that it is not delinquent on any non-tax debt owed to any more than the commission licenses and the commission licenses and the commission licenses are the commission licenses are the commission licenses are the commission licenses and the commission licenses are the commission licenses

Typed or Printed Name of Party Nuthorized to Sign

103) First Name: CLIVE

MI: D Last Name: BODE Suffix: ESO

104) Title: VICE PRESIDENT

Signature:

CLIVE D BODE ESQ

105) Date: 06/13/2008

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION DICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).



Assignee/Transferee Certification Statements

- 1) The Assignee/Transignee Cartifes either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Commission consent is not required because the transaction is subject to sire amined in other commission procedures for proforma assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
- 2) The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.*
 - *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
- 5) The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application.
- 6) The Assignee/Transferee certifies that neither it not any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 362, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition of party party to the application as used in this certification.
- 7) The Assignee/Transferee certifies that it is not in default on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name:	MI:	Last Name III.	Suffix:
John	Т	Scott	
107) Title: VP Deputy General Counsel - Regulatory L			
Signature: John T Scott III		,	108) Date: 06/13/2008

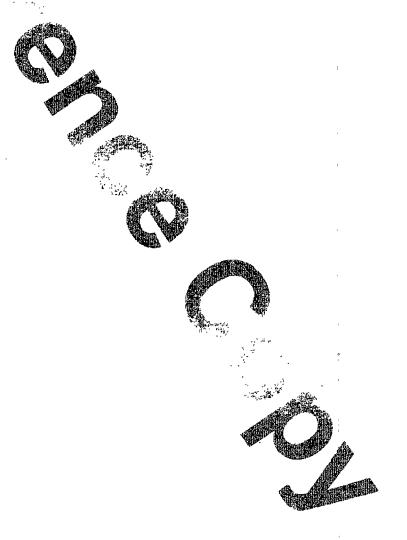
FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

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Authorizations To Be Assigned or Transferred

108) Call Sign	109) Radio Service	110) Location	111) Path Number	112) Frequency	113) Lower or Center	114) Upper	115) Constructed
	Code	Number	(Microwave only)			Frequency (MHz)	Yes / No
KNKA385	CL - Cellular	,					Y
WQFB405	CF - Common Carrie (Filipide Point to Point)	C.					Υ
WQFB518	CF - Common Carrier Fixed Point to Point Microwave	7					Y
WQID454	CF - Common Carrier Fixed Point to Point Microwave			,			Y
WQID455	CF - Common Carrier Fixed Point to Point Microwave						Υ



Attachment(s):

Туре	Description	Date Entered
0	Exhibit 1	06/10/2008

Lead Application Information

This Application is one of a group of applications being filed in connection with the proposed transfer of control of various licenses and authorizations held by ALLTEL Corporation and its subsidiaries from Atlantis Holdings LLC to Cellco Partnership d/b/a Verizon Wireless. The Applicants have designated the application being filed concurrently to transfer control of Alltel Communications, LLC from Atlantis Holdings LLC to Cellco Partnership d/b/a Verizon Wireless (File No. 0003463892) as the lead wireless radio services application for the transaction. Accordingly, the Applicants hereby incorporate by reference all exhibits of the lead application.

Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 06/13/2008 at 11:56:51 **File Number:** 0003464389

FCC 603 Main Form

, FCC-Application for Assignments of Authorization and Transfers of Control:

Approved by OMB 3060 - 0800

Wireless Telecommunications Bureau
Public Safety and Homeland Security Bureau

See instructions for public burden estimate

General Information

Ange Week, high	
1) Application Purpose (Selection lycone) (TS)	
AA - Assignment of Authorization Amendment TC - Transfer of Control WD - Withdrawal EX - Request for Extension of Time (To Consumn)	nation of an Assignment or Transfer) Consummate an Assignment or Transfer)
2) If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on the With the FCC.	File Number:
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Y)Yes No
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	File Number: 0003463892
3c) Does this application for Assignment of Authorization of Transfer of Control Involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(Y)Yes No
4) Are attachments being filed with this application?	(Y) <u>Y</u> es <u>N</u> o
Fees and Waivers	
5a) Is the applicant exempt from FCC application fees? If 'Y', attach an exhibit justifying how the applicant is exempt from FCO application fees.	(N) <u>Y</u> es <u>N</u> o
Is a waiver/deferral of the FCC application fees being requested anothe application fees are not being submitted in conjunction with this application?	(N) <u>Y</u> es <u>N</u> o
If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)?	(N) <u>Y</u> es <u>N</u> o
If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections:
	Achie

Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?		(N)	Yes	No.
8a) The Assignment of Authorization or Transfer of Control is:	(X.)Woluntary	() ln	volunt	ary
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DDAYYY)			
9a) Is this application a pro forma Assignment of Authorization or Transfer of Control?		(N)	<u>Y</u> es	<u>N</u> o
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures, pursuant to Section 1.948(c)(1) of the Commission's Rules?		<u> </u>	<u>Y</u> es	<u>N</u> o
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYY)	学 '	J	
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.		g(ch.)	<u>Y</u> es	<u>N</u> o
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?		()	<u>Y</u> es	<u>N</u> o

11) 4	low will/has the Assignment of Authorizati	on or Transfer of Control	be/been accomplished? Select One: (T)		
	ale or other assignment of assets	Court order	Reorganization or liquidation	. 1 /		
\	ransfer of stock or other ownership intere		_ ,			
_	Dither (voting trus(23) reement management					
	ener (voiling transagement	nt contract, etc.).			7	
	The state of the s					
Dosin	المرابعة ال Inated Entity Information (الرابعة المرابعة المرابعة المرابعة المرابعة المرابعة المرابعة المرابعة المرابعة الم	or 12a is 'V' Schadula /) is required to be completed)			
						
	Does this application for Assignment of Au originally awarded with bidding credits wit		Control involve any licenses that were		() <u>Y</u> es <u>N</u> o
	Does this application for Assignment of At originally subject to the Commission's ins		Control involve any licenses that were		() <u>Y</u> es <u>N</u> o
12c)	Does this application for Assignment of Originally granted pursuant to closed bid	ithorization or Transfer of the within the last five ye	Control involve any licenses that were ears?		() <u>Y</u> es <u>N</u> o
Comp	petition-Related Information					
13)	Does this application for Assignment of A be used for interconnected mobile voice a geographic overlap with another licenindirect interests (of 10 percent or more), could be used to provide interconnected	Authorization on transfer of and of data services that we see in which the see it is a service and for the see of the see	of Control involve a license(s) that may vould, if assigned or transferred, create lee/Transferee already holds direct or ectrum lessee/sublessee, and that also a services?		(Y) <u>Y</u> es <u>N</u> o
14a)	Does the Assignee/Transferee hold direct already has access to 10 MHz or more subject of Specialized Mobile Radio (SMR) services geographic area?	t or indirect hiterests (of pectrum in the Celluland	(Opercent or more) in any entity that		(Y) <u>Y</u> es <u>N</u> o
14b)	Would/does this application for Assignment of entities providing service (using spectraffected market(s)?	ent of Authorization or กูกัก rum in any of the three เรีย	ansier of Control reduce the number rices is ted in item 14a) in the		(Y) <u>Y</u> es <u>N</u> o
Broad	dband Radio Service and Educatio	nal Broadband Servi	ce (information			
	Will the requested facilities be used to pr		and deline		() <u>Y</u> es <u>N</u> o
15b)	If 15a is 'Y', does the Assignee/Transfer Section 27.1202 of the Commission's Ru located within the geographic area of the	les) in a cable television			() <u>Y</u> es <u>N</u> o
	If 'Y', provide an exhibit explaining how the Commission's Rules or justifying a waive requested, 6a must be answered 'Y'.					
16)	Does the Assignee/Transferee comply w 27.1203 of the Commission's Rules?	ith the programming requ	uirements contained in Section		() <u>Y</u> es <u>N</u> o
	If 'N', provide an exhibit explaining how th Commission's Rules or justifying a waiver requested, 6a must be answered 'Y'.					

Assignor/Licensee Information						
17) Assignor/Licensee is a(n): (Select One)					,	,
Individual Unincorporated Association	Trust	Gove	nment E	ntity 🔲 Corpora	ation 🔲 Limited Liabi	lity Company
General Partnership	Lir	mited Liability	Partners	hip 🗌 Conson	tium	
Other:						
18) FCC Registration Number (FRN) (601722008		<u> </u>				
19) First Name (if individual):		MI:	Last	Name:		Suffix:
20) Legal Entity Name (if not an individual) ALITEL C	entral A	rkansas Cellu	lar L.P.			
21) Attention To: Wireless Regulatory Supervisor	· · · · · · ·					
22) P.O. Box:	And /Or	23) Street A	ddress:	One Allied Drive, B	1F02-D	
24) City: Little Rock	140	Andrea		25) State: AR	26) Zip Code:7	2202
27) Telephone Number: (501)905-8555			28) Fax	Number: (501)905	-6193	ı
29) E-Mail Address: ACI.Wireless.Regulatory@alitel.	com		mt).			
30) Demographics of Assignor/Licensee (Optic	nal):					
Race: American Indian or Alaska Native	Ethni	city). A spanic or leatile	10		Gender: Male	
Asian	□No	ot Hispanic or	Latino 🥳	gr ^a	Female	
Black or African-American		-				
Native Hawaiian or Other Pacific Islander						k.
Assignor/Licensee Contact Representative	_!		- 2	NIEL W	27	
31) First Name:	Ţ	MI:	Last Na	ame:		Suffix:
32) Company Name: ALLTEL Communications, LLC					WELL THE STREET	
33) Attention To: Wireless Regulatory Supervisor				ा महा <u>श्</u> रम्		
34) P.O. Box:	And /Or	35) Street A		B1F02-D	Land Street Contraction	
36) City: Little Rock				37) State: AR	38) Žip Gode:	72202
39) Telephone Number: (501)905-8555 40) Fax Number: (501)905-6193						
41) E-Mail Address: ACI.Wireless.Regulatory@alltel.d	com					
					A THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS NAMED IN COLUMN	

Transferor Information (for Transfers of Control only)

42) Transferor is a(n); (Select one)							
Individual Unincorporated Association Trust Government Entity Corporation X Limited Liability Company							
General Partnership Limited Partnership	□ L	imited Liability	Partners	hip Consorti	um		
Other:							
43) FCC Registration Number (FRN): 0016511974							
44) First Name (if individual):	мі:		Last Na	nme:			Suffix:
45) Legal Entity Name (if not an individual) Atlantish	oldings	LLC			·		
46) Attention To: Clive D. Bode, Esq.	AL.						
47) P.O. Box:	/Or	48) Street A	\ddress:	301 Commerce Stree	et, Suite 3	300	
49) City: Fort Worth			,	50) State: TX	. 51)	Zip Code: 761	02
52) Telephone Number: (817)871-4000	;	-	53) Fax	Number:			
54) E-Mail Address: cbode@tpg.com		a Marine					
55) Demographics of Transferor (Optional):							
Race: American Indian or Alaska Native		icity:	ino		Gender:		
Asian	□N	lot Hispanic of	Latino		Fema	ale	
Black or African-American							
☐ Native Hawaiian or Other Pacific Islander							
☐ White				····	·		
Transferor Contact Representative			, .	19 - 44 - 19 - 19 - 19 - 19 - 19 - 19 -	e R	···	
56) First Name: Kathleen	MI:	Q	Last Na	ame: Abernathy	1 2 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	s	Suffix:
57) Company Name: Akin Gump Strauss Hauer & Fe	ld LLP				u i ijim ² viste. • ratemata proces		
58) Attention To:							
59) P.O. Box:	TOTAL ASHLY						
61) City: Washington	A Company of the Comp						
64) Telephone Number: (202)887-4125						· -	
66) E-Mail Address: kabernathy@akingump.com							

Assignee/Transferee Information								
67) Assignee/Transferee is a(n): (Select One)								
☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☐ Limited Liability Company								
☑ General Partnership ☐ Limited Partnership ☐ Limited Liability Partnership ☐ Consortium								
Other:								
68) FCC Registration Number (FRN):e0003290673								
69) First Name (if individual):		MI:	Last Na	ıme:			Suffix:	
70) Legal Entity Name (if not an individual): இதில் இவ	tnersh	р						
71) Attention To: Michael Samsock	°			 -			1	
72) Real Party in Interest FCC Registration Number:(Fi	RN): -(0003290673						
73) Name of Real Party in Interest: Cellco Partnership	And	200						
74) P.O. Box:	Ör T	75) Street	Address:	1300 Eye St.,	NW - Suite 4	100 West		
76) City: Washington			Marche Marche	77) State: D	С	78) Zip Code: 2	20005	
79) Telephone Number: (202)589-3768		44	80) Fax	Number: (20	2)589-3750	·····		
81) E-Mail Address: Michael,Samsock@VerizonWirele	ess.co	n	!	*			·	
82) Demographics of Assignee/Transferee (Opt	ional)	•						
Race: American Indian or Alaska Native	Ethn	icity: ispanic or Lat	lino .	- 10°		ider: Male		
Asian	Пи	ot Hispanic o	r Latino 🖏		□F	emale		
Black or African-American				ú		h.		
☐ Native Hawaiian or Other Pacific Islander ☐ White								
	other	than Assian	oo/Trans	oformal St	(orenita)	'a		
Assignee/Transferee Contact Representative (if 83) First Name: Nancy	\neg	: J		me: Victory		数· 编·sty	Suffix:	
84) Company Name: Wiley Rein LLP	!		<u> </u>		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	· 明新	<u> </u>	
85) Attention To:								
86) P.O. Box:	And /Or	87) Street /	Address:	1776 K Street	, NW			
88) City: Washington				89) State: D	OC	90) Zip Code		
91) Telephone Number: (202)719-7344	"社会的编码是现在							
93) E-Mail Address: nvictory@wileyrein.com								

	Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(y) <u>Y</u> es <u>N</u> o
94b) If 94a is 'Yhprovide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: 0003467172
Alien Ownership Information	'
95) Is the Assignee/Transferee afforeign government or the representative of any foreign government?	(N) <u>Y</u> es <u>N</u> o
96) Is the Assignee/Transferee an alien or the representative of an alien?	(N) <u>Y</u> es <u>N</u> o
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(N) <u>Y</u> es <u>N</u> o
98) Is the Assignee/Transferee a corporation of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(И) <u>Х</u> еѕ <u>М</u> о
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned or record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(Y) <u>Y</u> es <u>N</u> o
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application?	(ү) <u>Y</u> es <u>N</u> o

Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FOG station authorization, license or construction permit revoked or had any application for an initial, modification or enewal of FCC station authorization, license, or construction permit denied by the Commission?	(N) <u>Y</u> es <u>N</u> o
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) <u>Y</u> es <u>N</u> o
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize factor communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(N) <u>Y</u> es <u>N</u> o

If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.

Assignor/Transferor Certification Statements

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any licenses.

Typed or Printed Name of Barty Authorized to Sign

103) First Name: CLIVE

Signature:

MI D Last Name: BODE Suffix: ESQ

104) Title: VICE PRESIDENT

CLIVE D BODE ESQ

105) Date: 06/13/2008

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION DECENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Assignee/Transferee Certification Statements

- 1) The Assignee/Transfered continuous either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the license (s) will not be transferred until the license (s) will not be transferred until the consent of the license (s) will not be transferred until the license (s) will not be transferred until the license (s) will not
- 2) The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.*
 - *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee/Transferee agrees to assume rail obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Configurations commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
- 5) The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application. complete, correct, and made in good faith.
- 6) The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. \$ 362, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition party to the application as used in this certification.
- 7) The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

Types of this control of the control		CONTRACTOR .	
106) First Name:	MI:	Last Name 1	Suffix:
John	T	Scott	
107) Title: VP Deputy General Counsel - Regulatory L	. -		
		100000	1
Signature:	,	2.2.	108) Date:
John T Scott III		A STATE OF THE STA	06/13/2008
		-V-2 E	હેર્દ

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